

IN THE HIGH COURT OF GUJARAT AT AHMEDABAD

COMPANY PETITION No 232 of 1996

in

COMPANY APPLICATION No 220 of 1996

For Approval and Signature:

Hon'ble MR.JUSTICE A.R.DAVE

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1. Whether Reporters of Local Papers may be allowed to see the judgements?
2. To be referred to the Reporter or not?
3. Whether Their Lordships wish to see the fair copy of the judgement?
4. Whether this case involves a substantial question of law as to the interpretation of the Constitution of India, 1950 of any Order made thereunder?
5. Whether it is to be circulated to the Civil Judge?

NIRMA LIMITED

Versus

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Appearance:

MRS SWATI S SOPARKAR for Petitioner
SERVED for Respondent No. 1

CORAM : MR.JUSTICE A.R.DAVE

Date of decision: 19/12/96

ORAL JUDGEMENT

This is a petition filed by a Company namely Nirma Limited for amalgamation of the three Transferor Companies viz. Nirma Detergents Limited, Nirma Soaps & Detergents Limited and Shiva Soaps & Detergents Limited,

with the Transferee Company under Section 391 read with Section 394 of the Companies Act, 1956.

The above referred three Transferor Companies are engaged in the business of manufacturing and marketing of synthetic detergents. The Nirma Limited, transferee company is engaged in the business of manufacturing of consumer products like Detergent Powder, Detergent Cakes, Toilet Soaps etc. and Industrial products like Sulphuric Acid, Distilled Fatty Acids, Glycerine and Oxygen. The petition gives details of the advantages that would flow by virtue of the amalgamation of these Companies. The Transferor Companies have their registered offices at Bombay and hence the necessary proceedings have been taken up there. The Scheme of Amalgamation has been approved in the meetings of the shareholders of the Transferee Company by requisite majority. After the petition was admitted, it was advertised in the newspapers and no one has come forward for opposing sanction to the Scheme of Amalgamation.

Notice of the petition has been served upon the Central Government Mr HM Mehta and Mr Sunil Patel, learned Standing Counsel appearing for the Central Government have stated that they have no objection to the sanction of the Scheme of Amalgamation.

I have heard Mrs Swati S Soparkar, learned advocate for the Transferee Company. Having gone through the petition, I am satisfied that the amalgamation would be in the interest of the Companies and their members. Under the circumstances, the Scheme of Amalgamation (Annexure_ "C" to the petition) is sanctioned. The prayer in terms of para 19(A) of the petition is granted.

The petition is disposed of accordingly. So far as the costs to be paid to the Central Government Standing Counsel are concerned, I quantify the same at Rs.2,000/- (Rupees Two thousand only) to be paid to Mr HM Mehta and Mr Sunil Patel.
